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8 UNITED STATES DISTRICT COURT
9 FOR THE NORTHERN DISTRICT OF CALIFORNIA
10 SAN FRANCISCO DIVISION

11 STEVEN SIEGAL, JAMES RYBICKI, DAVID)
GROBLEBE, individually and as General Partner)
12 of GROBCO II, and CHRISTIAN WIPF, ON)
BEHALF OF THEMSELVES AND ALL)
13 INDIVIDUALS SIMILARLY SITUATED,)

14 Plaintiffs,)

15 vs.)

16 G. THOMAS GAMBLE, LOREN J. MILLER,)
HENRY LOWENSTEIN, PAUL W. BATEMAN,)
17 EDWARD M. GABRIEL, JAMES S. MAYER,)
BEHROOZ SARAFRAZ, LYNN BLYSTONE,)
18 ALFRED LOPEZ, MASTON CUNNINGHAM,)
JOHN DURBIN, GREG BILLINGER, K&L)
19 GATES LLP, CHARLES A. DALE III, JOSHUA)
LANE, AND DOES 1 THROUGH 100,)
20 INCLUSIVE,)

21 Defendants.)

) Case No. 13 Civ. 3570-RS

) **SEVENTH STIPULATION AND**
) **~~PROPOSED~~ ORDER STAYING**
) **PROCEEDINGS**

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1 WHEREAS, on June 27, 2013, plaintiffs filed a Complaint (the "Complaint") in the
2 Superior Court of the State of California, County of San Francisco against the named defendants;

3 WHEREAS, on August 1, 2013, the action was timely removed from the Superior
4 Court of the State of California, County of San Francisco, to the United States District Court for
5 the Northern District of California;

6 WHEREAS, all parties have agreed that it is in the best interests of all parties to
7 explore the possibility of consensual resolution and to stay this litigation during that process;

8 WHEREAS, a mediation involving the parties and counsel in this action and in the
9 jointly administered proceedings in the United States Bankruptcy Court for the District of
10 Delaware (Case No. 12-12291 (MFW)) was held on November 12, 2013;

11 WHEREAS, the November 12, 2013 mediation was productive, but the parties
12 agreed that further mediation sessions would be beneficial, and accordingly subsequent mediation
13 sessions were held on January 8, 2014, and on February 7, 2014;

14 WHEREAS, a number of the parties have reached agreements in principle, and are
15 in the process of finalizing all the terms of their agreements, including procedures whereby
16 proceedings to effectuate the settlement would be addressed first, before proceeding with claims
17 against non-settling defendants;

18 WHEREAS, the settling parties have been working diligently to finalize the
19 settlement, but have not yet reached final terms due to the complexity of the case and number of
20 parties involved in this action and the Delaware proceedings;

21 WHEREAS, in furtherance of efforts to reach a consensual resolution, the parties
22 previously entered into stipulations to stay proceedings in this action temporarily, while preserving
23 any and all claims, defenses, or other rights they may have, and without prejudice to any party;

24 WHEREAS, the Court previously approved the parties' prior stipulations (See Doc.
25 Nos. 18, 22, 24, 32), and the most current stay lapsed on June 20, 2014;

26 WHEREAS, the parties believe that a further temporary stay of proceedings is
27 likely to conserve judicial economy and the parties' resources;

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1 NOW, THEREFORE, IT IS HEREBY STIPULATED AND AGREED by and
2 between and among all parties, subject to the approval of the Court, as follows (the "Stipulation"):

- 3 1. The above-captioned action shall be stayed until September 5, 2014;
- 4 2. Defendants' deadline to file a responsive pleading or a motion to dismiss the
5 Complaint is extended until October 27, 2014;
- 6 3. The Case Management Conference ("CMC") currently set for September 25, 2014
7 is continued until December 11, 2014. All other deadlines listed in the Order Setting
8 Initial Case Management Conference and ADR Deadlines are continued accordingly;
- 9 4. The fact of this Stipulation shall not be used by any party in arguing against any
10 motion or pleading that may be filed, including responsive pleadings, motions to dismiss
11 the Complaint, or other motions (including, without limitation, motions for transfer or
12 motions for remand), and this Stipulation and the fact of delay due to this stay may not be
13 used in any way in support of or against any motion that may be filed by any party;
- 14 5. This Stipulation shall not act to shorten the time that any party would otherwise
15 have to move or respond pursuant to the Federal Rules of Civil Procedure or any
16 applicable local rules, and shall be without prejudice to any party's right to seek, and the
17 opposing parties' right to oppose, an additional extension of time to file or respond; and
- 18 6. No defenses of any defendant to this action, including without limitation the
19 defense of lack of personal jurisdiction, are prejudiced or waived by the submission of this
20 Stipulation.

21 Dated: August 11, 2014

SIMPSON THACHER & BARTLETT LLP

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23
24 By /s/
Simona G. Strauss

25 Attorneys for Defendants Paul W. Bateman, Greg
26 Billinger, Maston Cunningham, John Durbin,
27 Edward M. Gabriel, Henry Lowenstein, James S.
28 Mayer, and Loren J. Miller

(Signatures continued)

1 Dated: August 11, 2014

AKERMAN LLP

2
3 By /s/
Karen Palladino Ciccone

4
5 Attorneys for Defendant Lynn Blystone

6
7 Dated: August 11, 2014

COOKE KOBRICK & WU LLP

8
9 By /s/
Christopher C. Cooke

10 Attorneys for Defendants Behrooz Sarafriz and
11 Alfred Lopez

12
13 Dated: August 11, 2014

REED SMITH LLP

14
15 By /s/
James Neudecker

16 Attorneys for Defendant G. Thomas Gamble

17
18 Dated: August 11, 2014

K&L GATES LLP

19
20 By /s/
Charles Tea

21 Attorneys for Defendants K&L Gates LLP, Charles
22 A. Dale III, and Joshua Lane

23
24 Dated: August 11, 2014

MARKUN ZUSMAN FRENIERE & COMPTON
LLP

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26 By /s/
Edward S. Zusman

27 Attorneys for Plaintiffs

ORDER

Pursuant to the parties' stipulation and pursuant to Rule 6-1(a) of the Civil Local Rules, the Court hereby adopts and approves the terms of the parties' stipulation set forth above. This action is stayed until September 5, 2014. The Case Management Conference is continued to December 11, 2014, at 10:00 a.m. A joint Case Management Statement is due on December 4, 2014.

IT IS SO ORDERED.

Dated: 8/11/14

A handwritten signature in blue ink, appearing to read "Richard Seeborg", written over a horizontal line.

The Honorable Richard Seeborg
United States District Judge

FILER'S ATTESTATION

I, Kevin K. Eng, am the ECF user whose identification and password are being used to file this Stipulation and [Proposed] Order. In compliance with Civil Local Rule 5-1, I hereby attest that Simona G. Strauss, Karen Ciccone, Christopher C. Cooke, James Neudecker, Charles Tea, and Edward S. Zusman concur in this filing.

/s/ _____
Kevin K. Eng
Attorneys for Plaintiffs